
State:	Arkansas	Filing Company:	Transamerica Life Insurance Company
TOI/Sub-TOI:	A03G Group Annuities - Deferred Variable/A03G.002 Flexible Premium		
Product Name:	TLIC GRP3 Amendment to Contract		
Project Name/Number:	/		

Filing at a Glance

Company:	Transamerica Life Insurance Company
Product Name:	TLIC GRP3 Amendment to Contract
State:	Arkansas
TOI:	A03G Group Annuities - Deferred Variable
Sub-TOI:	A03G.002 Flexible Premium
Filing Type:	Form
Date Submitted:	08/30/2012
SERFF Tr Num:	MWSG-128665863
SERFF Status:	Closed-Approved-Closed
State Tr Num:	
State Status:	Approved-Closed
Co Tr Num:	AMEND-07 SVF(GRP3)
Implementation	On Approval
Date Requested:	
Author(s):	June Stracener, Vickie McCarron, Reed Bates
Reviewer(s):	Linda Bird (primary)
Disposition Date:	09/10/2012
Disposition Status:	Approved-Closed
Implementation Date:	
State Filing Description:	

State: Arkansas **Filing Company:** Transamerica Life Insurance Company
TOI/Sub-TOI: A03G Group Annuities - Deferred Variable/A03G.002 Flexible Premium
Product Name: TLIC GRP3 Amendment to Contract
Project Name/Number: /

General Information

Project Name: Status of Filing in Domicile: Not Filed
Project Number: Date Approved in Domicile:
Requested Filing Mode: Review & Approval Domicile Status Comments:
Explanation for Combination/Other: Market Type: Group
Submission Type: New Submission Group Market Size: Small and Large
Group Market Type: Employer Overall Rate Impact:
Filing Status Changed: 09/10/2012
State Status Changed: 09/10/2012 Deemer Date:
Created By: June Stracener Submitted By: June Stracener
Corresponding Filing Tracking Number:

Filing Description:

TRANSAMERICA LIFE INSURANCE COMPANY
(NAIC No. 86231; FEIN No. 39-0989781)
AMEND-07 SVF(GRP3) Amendment to Contract

On behalf of our client, Transamerica Life Insurance Company (the "Company"), we are enclosing the above referenced form for your review and approval.

This Amendment is new and does not replace any form previously approved by your Department and will be used with existing business for a closed block of business represented by group annuity contract TGP-433-192 previously approved by your Department on December 16, 1992.

Amendment form # AMEND-07 SVF(GRP3) provides for more prompt payment of the Discontinuance Value of the Stable Value Fund and increases the guarantee period for crediting interest from 1 month to 6 months on funds allocated to the General Account Stable Value Fund.

For those contractholders receiving the new amendment form AMEND-07 SVF(GRP3), the Company will also issue previously approved amendment form AMEND-07 SAMC(GRP2). This amendment was approved by your Department on May 21, 2012, under SERFF number MWSG-128356579.

The contract with which this form will be used (the "Contract") is an unallocated group annuity contract issued or to be issued to sponsors of retirement plans intended to qualify under Section 401(a) of the Internal Revenue Code. The enclosed form contains no unusual or controversial provisions and does not vary from industry standards. The Contract is issued on a group basis and sold by licensed agents. The Company primarily issued the Contract to employer groups or to trustees of a fund established by an employer.

There are no required premiums. Contributions allocated to the Contract are variable and determined by the contribution arrangements between the plan sponsor and participants. Amounts allocated to the Contract are invested in applicable Separate Accounts offered or in a General Account investment choice which pays a fixed interest rate that is declared semi-annually. There is no minimum or maximum interest rate for the General Account investment. Withdrawals, transfers, benefit payments, and expenses/credits will affect the value of the Separate Accounts and the General Account investment choice.

Monies accumulate for the purpose of making payments at future dates in amounts that are based on established mortality tables. The Separate Account offering capability applies to the accumulation phase of the Contract. At the direction of the

State:	Arkansas	Filing Company:	Transamerica Life Insurance Company
TOI/Sub-TOI:	A03G Group Annuities - Deferred Variable/A03G.002 Flexible Premium		
Product Name:	TLIC GRP3 Amendment to Contract		
Project Name/Number:	/		

plan sponsor, the lump sum value of accrued benefits is used to provide for the purchase of fixed immediate annuities but does not provide for the purchase of variable immediate annuities. The value of each investment account established is directly related to the investment results of the applicable separate account. The assets in each investment account will be invested in units of the applicable separate account. Therefore, the value of each investment account will be affected by the investment income and market changes affecting the applicable separate account. As a result, the value of the investment accounts are subject to variations, both up and down and such value is not guaranteed as to fixed dollar amount.

The product is not registered with the SEC. Since the product is issued only to retirement plans qualified under Internal Revenue Code Section 401(a) or governmental plans maintained for the exclusive benefit of the participants and beneficiaries, it is exempt from registration in accordance with Section 3(a)(2) of the Securities Act of 1933.

All variable text is identified within the Statement of Variability included with this filing.

To the best of the Company's knowledge, information and belief, the form submitted herewith is in compliance in all respects with the provisions of the insurance laws, rules and regulations of your state and such form contains no provisions previously disapproved by your Department.

The text of this form is in final print. The Company reserves the right to change the appearance and pagination but not the text of this form to comply with future changes in print systems. No font will be less than a 10-point font size. The Company also reserves the right to change the color and/or weight of the paper on which this form is printed and to correct typographical errors without refiling.

Company and Contact

Filing Contact Information

Doak Foster, Attorney	dfoster@mwlaw.com
425 West Capitol Avenue	501-688-8841 [Phone]
Suite 1800	501-688-8807 [FAX]
Little Rock, AR 72201-3525	

Filing Company Information

(This filing was made by a third party - MWSGW01)

Transamerica Life Insurance Company	CoCode: 86231	State of Domicile: Iowa
4333 Edgewood Road NE	Group Code: 468	Company Type: Life Insurer
Cedar Rapids, IA 52499	Group Name: AEGON USA Inc.	State ID Number:
(319) 355-8511 ext. [Phone]	FEIN Number: 39-0989781	

Filing Fees

Fee Required?	Yes
Fee Amount:	\$50.00
Retaliatory?	No
Fee Explanation:	Arkansas charges \$ 50/form.
Per Company:	No

State: Arkansas **Filing Company:** Transamerica Life Insurance Company
TOI/Sub-TOI: A03G Group Annuities - Deferred Variable/A03G.002 Flexible Premium
Product Name: TLIC GRP3 Amendment to Contract
Project Name/Number: /

Company	Amount	Date Processed	Transaction #
Transamerica Life Insurance Company	\$50.00	08/30/2012	62161068

SERFF Tracking #:	MWSG-128665863	State Tracking #:		Company Tracking #:	AMEND-07 SVF(GRP3)
State:	Arkansas	Filing Company:	Transamerica Life Insurance Company		
TOI/Sub-TOI:	A03G Group Annuities - Deferred Variable/A03G.002 Flexible Premium				
Product Name:	TLIC GRP3 Amendment to Contract				
Project Name/Number:	/				

Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Approved-Closed	Linda Bird	09/10/2012	09/10/2012

State:	Arkansas	Filing Company:	Transamerica Life Insurance Company
TOI/Sub-TOI:	A03G Group Annuities - Deferred Variable/A03G.002 Flexible Premium		
Product Name:	TLIC GRP3 Amendment to Contract		
Project Name/Number:	/		

Disposition

Disposition Date: 09/10/2012

Implementation Date:

Status: Approved-Closed

Comment:

Rate data does NOT apply to filing.

Schedule	Schedule Item	Schedule Item Status	Public Access
Supporting Document	Flesch Certification		Yes
Supporting Document	Application		No
Supporting Document	Life & Annuity - Acturial Memo		No
Supporting Document	Statement of Variability		Yes
Supporting Document	Cover Letter dated 8-30-12		Yes
Supporting Document	Authorization Letter		Yes
Form	Amendment to Contract		Yes

State:	Arkansas	Filing Company:	Transamerica Life Insurance Company
TOI/Sub-TOI:	A03G Group Annuities - Deferred Variable/A03G.002 Flexible Premium		
Product Name:	TLIC GRP3 Amendment to Contract		
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Form Schedule

Lead Form Number: AMEND-07 SVF(GRP3)							
Item No.	Schedule Item Status	Form Number	Form Type	Form Name	Action/ Action Specific Data	Readability Score	Attachments
1		AMEND-07 SVF(GRP3)	POLA	Amendment to Contract	Initial:		Amendment AMEND-07 SVF(GRP3).pdf

Form Type Legend:

ADV	Advertising	AEF	Application/Enrollment Form
CER	Certificate	CERA	Certificate Amendment, Insert Page, Endorsement or Rider
DDP	Data/Declaration Pages	FND	Funding Agreement (Annuity, Individual and Group)
MTX	Matrix	NOC	Notice of Coverage
OTH	Other	OUT	Outline of Coverage
PJK	Policy Jacket	POL	Policy/Contract/Fraternal Certificate
POLA	Policy/Contract/Fraternal Certificate: Amendment, Insert Page, Endorsement or Rider	SCH	Schedule Pages

Transamerica Life Insurance Company

A Stock Company

Home Office: 4333 Edgewood Road NE, Cedar Rapids, IA, 52499

Administrative Office: 1150 South Olive Street, Los Angeles, CA 90015

Amendment to Contract

Amendment Effective Date: [Month/Day/Year]

Contract Number:[999999] **Plan Name:** [ABC Retirement Plan]

The Contract for the Contract number listed above is amended as provided in this Amendment.

For the purposes of crediting interest to the Fixed Dollar Investment Account (hereinafter referred to as "General Account Stable Value Fund", the following provision will control:

Crediting of Interest to the General Account Stable Value Fund. Transamerica guarantees a credited rate of interest on the amounts allocated to the General Account Stable Value Fund. On a semi-annual basis Transamerica declares a guaranteed credited rate that shall apply for a six month period. Transamerica will declare a guaranteed credited rate of interest at six month intervals and at least 45 days in advance of the date the new rate becomes effective. The guaranteed rate of interest shall not change during the six month period for which it is effective. There is no minimum guaranteed interest rate under the Contract for the Stable Value Fund. Interest is credited daily, based on its beginning daily balance, at a rate of interest, which is the daily equivalent of the applicable effective annual rate of interest established.

For the purposes of administering total and partial discontinuance for the investment options established under the Contract currently or for investment options established in the future as directed by the Contractholder, the following provisions will control for:

1. Contractholder requested withdrawals resulting from total and partial discontinuances; and
2. Contractholder Transfers from the General Account Stable Value Fund to other investment options under the contract.

Payment of Contract Discontinuance Value. The effective date of any discontinuance is the date we receive Advance Notice of such discontinuance. Subject to the terms of the Contract, upon total discontinuance or partial discontinuance, the value of investment options under the contract is paid as follows:

Separate Account stable value products. The trustees for underlying investments of Separate Account stable value products (not part of Transamerica's General Account), often require 12 months advance notice for withdrawals made as a result of discontinuance unless an earlier withdrawal is approved by the trustee of the underlying investment. The trustee of the underlying investment may have authority to delay payments for a longer period in extraordinary market conditions. Earlier withdrawal may be approved if the trustee of the underlying investment determines that such withdrawal is not detrimental to the best interest of the underlying investment. Upon Advanced Notice of discontinuance, we will give the trustee of the underlying investment advance notice of the withdrawal associated with the discontinuance. The discontinuance payment will be withdrawn on the date permitted by the underlying investment; either at the end of the 12-month notice period or such earlier date as may be allowed for by the trustee of the underlying investment.

Investment options other than the General Account Stable Value Fund and Separate Account stable value products. Except for the General Account Stable Value Fund described in the Contract, and/or any Separate Account stable value products, the value of investment options will be paid within 10 Business Days after Advance Notice of total or partial discontinuance is received. Such value will be calculated on the day before the payment is made.

General Account Stable Value Fund. Withdrawals from the General Account Stable Value Fund resulting from total or partial discontinuance will be paid within 30 days from the day we receive Advance Notice of discontinuance. Such value will be calculated on the day before the payment is made. Payments under this provision are subject to the Deferral of Payment or Transfer of General Account Stable Value Fund provision below.

Contractholder's Direction to Transfer Assets of the General Account Stable Value Fund.

The value calculated for transfers from the General Account Stable Value Fund, resulting from the Contractholder directing Transamerica to transfer all or portions of the General Account Stable Value Fund assets to another investment option available under the Contract, will be subject to a hold period of up to 270 Business Days after direction is received by us from the Contractholder. If Transamerica declares a guaranteed credited rate that is reduced from the guaranteed credited rate then in effect at the time direction is received by us, such transfer shall be executed within 30 days of the day we receive the transfer request. Transfers under this provision are subject to the Deferral of Payment or Transfer of General Account Stable Value Fund provision below.

Deferral of Payment or Transfer of General Account Stable Value Fund. For the General Account Stable Value Fund, if Transamerica incurs withdrawals and/or receives withdrawal requests equal to or greater than either:

- a. [1%-20%] of the total assets of all General Account Stable Value Funds and similar-type fixed dollar General Accounts established in the Transamerica Retirement Services division of Transamerica ("TRS Stable Value Accounts") during any consecutive [1-6]-month period, or
- b. [1%-50%] of the total assets of all TRS Stable Value Accounts during any consecutive [6-12]-month period,

and such withdrawals would materially adversely affect the financial condition of the TRS Stable Value Accounts, in Transamerica's reasonable judgment, Transamerica may delay payments and transfers of such assets for all contractholders for up to 12 months (the "Delay Period").

During the Delay Period, withdrawals resulting from total or partial discontinuances and requests to remove and transfer General Account Stable Value Fund assets to another investment option, will be delayed for all contractholders invested in the General Account Stable Value Fund until the end of the Delay Period. The Delay Period will be administered on a non-discriminatory basis and will begin for all contractholders invested in the General Account Stable Value Fund on a date specified by Transamerica and end for all contractholders invested in the General Account Stable Value Fund on a subsequent date specified by Transamerica, but no later than 12 months after the start date. If any contractholder selects the General Account Stable Value Fund as an investment option after a Delay Period has commenced, such contractholder will be subject to the Delay Period from the date the contractholder selects the General Account Stable Value Fund until Transamerica declares that the Delay Period has ended for all contractholders. The Delay Period will not be applied to any transfer or withdrawal requests made within 30 days of our announcement to decrease the six-month guaranteed interest rate for the General Account Stable Value Fund. Transamerica will not reduce the guaranteed interest rate during the Delay Period.

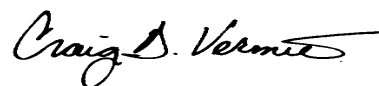
The Contractholder may reject this Amendment in writing at any time prior to the Amendment Effective Date. Absent a rejection prior to the Effective Date, the Contractholder's acceptance of this Amendment, continued deposits to the Contract, or any other Contractholder actions that exercise rights under the Contract shall be construed by Transamerica to indicate consent. Transamerica shall use a similar advance notice process for the delivery of any future amendments and shall construe Contractholder acceptance of any such proposal by similar means. On that basis, the Contract is amended as of the Amendment Effective Date as described above.

This Amendment is part of the Contract as of the Amendment Effective Date and shall not otherwise change, alter or amend the Contract except as stated herein.

Signed by Transamerica Life Insurance Company on the Amendment Effective Date.



Brenda Clancy, President



Craig D. Vermie, Secretary

State:	Arkansas	Filing Company:	Transamerica Life Insurance Company
TOI/Sub-TOI:	A03G Group Annuities - Deferred Variable/A03G.002 Flexible Premium		
Product Name:	TLIC GRP3 Amendment to Contract		
Project Name/Number:	/		

Supporting Document Schedules

		Item Status:	Status Date:
Satisfied - Item:	Flesch Certification		
Comments:	Pursuant to Ark. Code Ann. § 23-80-204(b)(3), a Flesch score certification is not being provided as the base contract with which these forms will be used serves as a funding vehicle for pension, profit-sharing or deferred compensation plans.		
Attachment(s):			
AR Certificate of Compliance.pdf			

		Item Status:	Status Date:
Satisfied - Item:	Statement of Variability		
Comments:			
Attachment(s):			
SOV for AMEND-07 SVF(GRP3).pdf			

		Item Status:	Status Date:
Satisfied - Item:	Cover Letter dated 8-30-12		
Comments:			
Attachment(s):			
AR Cover Letter dated 8-30-12.pdf			

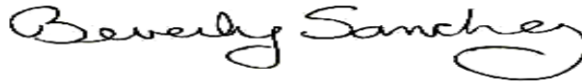
		Item Status:	Status Date:
Satisfied - Item:	Authorization Letter		
Comments:			
Attachment(s):			
Authorization Letter.pdf			

CERTIFICATION

I, Beverly Sanchez, Associate Vice President, Product Development Group, of Transamerica Life Insurance Company, do hereby certify that the forms identified below comply with:

- Arkansas Rule and Regulation 19, Unfair Sex Discrimination in the Sale of Insurance.
- Arkansas Rule and Regulation 49, Life and Health Insurance Guaranty Association Notices.
- Arkansas Code Annotated § 23-79-138 as provided for in Bulletin 11-88, Consumer Information Notice.

TRANSAMERICA LIFE INSURANCE COMPANY



Beverly Sanchez
Associate Vice President, Product Development Group

Date: August 30, 2012

Name of Form

Amendment to Contract

Form Number

AMEND-07 SVF(GRP3)

Transamerica Life Insurance Company (TLIC)

(NAIC No. 86231; FEIN No. 39-0989781)

Statement of Variability – As of August 1, 2012

Form Number: AMEND-07 SVF(GRP3)–Contract Amendment

THE FOLLOWING INFORMATION AT THE TOP OF THE FORM IS CONTRACTHOLDER SPECIFIC AND WILL BE ELECTRONICALLY POPULATED:

- Amendment Effective Date
- Contract Number
- Plan Name

IN THE BODY OF THE AMENDMENT UNDER “DEFERRAL OF PAYMENT OR TRANSFER OF GENERAL ACCOUNT STABLE VALUE FUND”, THE FOLLOWING INFORMATION IS VARIABLE BASED ON THE COMPANY’S PRACTICES AND WITHDRAWAL RATES

Percentage of total assets withdrawn or requested to be withdrawn

The expected range is 1%-20%, in a consecutive time period of: 1-6-months, or

The expected range is 1%-50% in a consecutive time period of: 6-12 months

MITCHELL || WILLIAMS

Doak Foster
Direct Dial: 501-688-8841
Fax: 501-918-7841
E-mail: dfoster@mwlaw.com

425 West Capitol Avenue, Suite 1800
Little Rock, Arkansas 72201-3525
Telephone: 501-688-8800
Fax: 501-688-8807

August 30, 2012

The Honorable Jay Bradford
Commissioner of Insurance
Arkansas Insurance Department
1200 West Third Street
Little Rock, Arkansas 72201-1904

Attn: Ms. Linda Bird, Analyst

RE: **TRANSAMERICA LIFE INSURANCE COMPANY**
(NAIC No. 86231; FEIN No. 39-0989781)
AMEND-07 SVF(GRP3) Amendment to Contract

- **SERFF Filing No. MWSG-128665863**

Dear Commissioner Bradford:

On behalf of our client, Transamerica Life Insurance Company (the "Company"), we are enclosing the above referenced form for your review and approval. Also enclosed are the following:

1. The Company's letter authorizing Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C. to make this filing on the Company's behalf.
2. The filing fee of \$50.00 is being submitted via EFT.
3. A Certification of Compliance.
4. A Statement of Variability.
5. Pursuant to Ark. Code Ann. § 23-80-204(b)(3), a Flesch score certification is not being provided as the base contract with which these forms will be used serves as a funding vehicle for pension, profit-sharing or deferred compensation plans.

This Amendment is new and does not replace any form previously approved by your Department and will be used with existing business for a **closed block of business** represented by group annuity contract TGP-433-192 previously approved by your Department on December 16, 1992.

Amendment form # AMEND-07 SVF(GRP3) provides for more prompt payment of the Discontinuance Value of the Stable Value Fund and increases the guarantee period for crediting interest from 1 month to 6 months on funds allocated to the General Account Stable Value Fund.

For those contractholders receiving the new amendment form AMEND-07 SVF(GRP3), the Company will also issue previously approved amendment form AMEND-07 SAMC(GRP2). This amendment was approved by your Department on May 21, 2012, under SERFF number MWSG-128356579.

The contract with which this form will be used (the "Contract") is an unallocated group annuity contract issued or to be issued to sponsors of retirement plans intended to qualify under Section 401(a) of the Internal Revenue Code. The enclosed form contains no unusual or controversial provisions and does not vary from industry standards. The Contract is issued on a group basis and sold by licensed agents. The Company primarily issued the Contract to employer groups or to trustees of a fund established by an employer.

There are no required premiums. Contributions allocated to the Contract are variable and determined by the contribution arrangements between the plan sponsor and participants. Amounts allocated to the Contract are invested in applicable Separate Accounts offered or in a General Account investment choice which pays a fixed interest rate that is declared semi-annually. There is no minimum or maximum interest rate for the General Account investment. Withdrawals, transfers, benefit payments, and expenses/credits will affect the value of the Separate Accounts and the General Account investment choice.

Monies accumulate for the purpose of making payments at future dates in amounts that are based on established mortality tables. The Separate Account offering capability applies to the accumulation phase of the Contract. At the direction of the plan sponsor, the lump sum value of accrued benefits is used to provide for the purchase of fixed immediate annuities but does not provide for the purchase of variable immediate annuities. The value of each investment account established is directly related to the investment results of the applicable separate account. The assets in each investment account will be invested in units of the applicable separate account. Therefore, the value of each investment account will be affected by the investment income and market changes affecting the applicable separate account. As a result, the value of the investment accounts are subject to variations, both up and down and such value is not guaranteed as to fixed dollar amount.

The product is not registered with the SEC. Since the product is issued only to retirement plans qualified under Internal Revenue Code Section 401(a) or governmental plans maintained for the exclusive benefit of the participants and beneficiaries, it is exempt from registration in accordance with Section 3(a)(2) of the Securities Act of 1933.

All variable text is identified within the Statement of Variability included with this filing.

To the best of the Company's knowledge, information and belief, the form submitted herewith is in compliance in all respects with the provisions of the insurance laws, rules and regulations of your state and such form contains no provisions previously disapproved by your Department.

The text of this form is in final print. The Company reserves the right to change the appearance and pagination but not the text of this form to comply with future changes in print systems. No font will be less than a 10-point font size. The Company also reserves the right to

The Honorable Jay Bradford
August 30, 2012
Page 3

change the color and/or weight of the paper on which this form is printed and to correct typographical errors without refiling.

If you have any questions or need anything further to expedite the review and approval of this filing, please contact me at (501) 688-8841 or my paralegal, June Stracener in our Rogers office, at (479) 464-5668. Thank you for your assistance in this matter.

Sincerely,

MITCHELL, WILLIAMS, SELIG,
GATES & WOODYARD, P.L.L.C.



By

Doak Foster

DF:bjs

Enclosures

Transamerica Life Insurance Company

A Stock Company

Home Office: 4333 Edgewood Road NE. Cedar Rapids, IA 52499

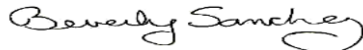
Administrative Office: 1150 South Olive Street, Los Angeles, CA 90015

August 20, 2012

INSURANCE COMMISSIONER

This letter, or a copy thereof, will authorize Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C. to represent Transamerica Life Insurance Company in any matters related to the submission of policy forms to your state.

Very truly yours,

A handwritten signature in cursive script that reads "Beverly Sanchez".

Beverly Sanchez
Associate Vice President
Product Development Group
Transamerica Life Insurance Company